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VIA ECFS AND HAND DELIVERY

June 25, 2007

FILED/ACCEPTED

JUN 25 2007

Federal Communications Commission
Office of the Secretary

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Attn: Chief, Competition Policy Division, Wireline Competition Bureau
Chief, Policy Division, International Bureau

Re: WC Docket No. 07-127
File No. ITC-T/C-20070612-00228
*Application for Transfer of Control of Domestic and International Section
214 Authority from CT Communications, Inc. to Windstream Corporation*
Further Minor Amendment

Dear Ms. Dortch:

On behalf of Windstream Corporation ("Windstream") and CT Communications, Inc. ("CTC") (together "Applicants"), following is additional supplemental and clarifying information relating to the above-referenced domestic Section 214 transfer of control application.¹ This information is submitted as a matter of right pursuant to Section 63.50 of the Commission's rules, 47 C.F.R. § 63.50.

The updated information relates to pages 9 and 10 of the above-referenced application in which Applicants discuss the extent of ILEC-CLEC and ILEC-Greenfield market overlaps, as well as ILEC adjacencies. By this filing, Applicants submit the following corrections, as detailed in the attachment: (1) Windstream's Matthews exchange is added to the list of ILEC-CLEC overlaps; (2) the list of ILEC-Greenfield overlaps is modified; and (3) corrected subscribership information is provided for the Granite Quarry and Concord ILEC exchanges.

¹ For purposes of the International Section 214-related application, page citations to the application relate to the Attachment to the IBFS Main Form, File No. ITC-T/C-20070612-00228. Applicants previously submitted a minor amendment via letter dated June 18, 2007.

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WILKINSON) BARKER) KNAUER) LLP

Marlene H. Dortch, Secretary

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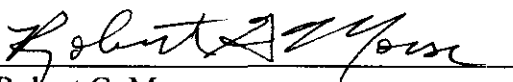
For the convenience of Commission staff, the attached page provides the line-specific edits for the affected paragraphs. The ILEC-CLEC or ILEC-Greenfield overlaps still affect only eight ILEC exchanges, and the public interest bases for Commission approval of the transaction remain unchanged.

An original and ten copies are being filed with the Secretary's office, and a separate copy is being submitted via ECFS in the above-referenced docket. Please contact us if there are any additional questions.

Respectfully submitted,

WILKINSON BARKER KNAUER, LLP

By:


Robert G. Morse

cc: Dennis Johnson, WCB
Sumita Mukhoty, IB

Attachment

First, at pages 9-10, the changes to the “ILEC-CLEC Overlap” and “ILEC-Greenfield” bullets are as follows:

- *ILEC-CLEC Overlap.* Matthews (37,021/172); Mooresville (28,872/858); Indian Trail (7,050/300); Waxhaw (10,683/3); Hemby Bridge (7,603/298); Granite Quarry (7,710/1), Norwood (2,865/1), and Sanford (23,520/5).¹³ Matthews, Mooresville, Indian Trail, and Hemby Bridge are in or near the Charlotte metropolitan area, where CTC offers service to principally business customers, including some residential customers in Mooresville. The remaining overlaps (Waxhaw, Granite Quarry, Norwood, and Sanford) involve clearly *de minimis* numbers of business customers. Applicants face competition from a number of actual and potential facilities-based competitors here, including AT&T (the ILEC in Charlotte and other nearby markets), as well as various CLECs.
- *ILEC-Greenfield.* ~~Matthews (37,021/172);~~ Mooresville; Indian Trail; Waxhaw; and Hemby Bridge; ~~Granite Quarry; Norwood; and Sanford.~~¹⁴ There are a number of facilities-based competitors in the Charlotte metropolitan area where Matthews, Mooresville, Indian Trail and Hemby Bridge are located, ~~and as discussed CTC has a *de minimis* number of customers in the remaining markets.~~ Applicants also face competition from a number of actual or potential facilities-based competitors in these markets.

Footnote 13: As noted below, CTC maintains greenfield operations in the Matthews, Mooresville, Indian Trail, Waxhaw, and Hemby Bridge, ~~Granite Quarry, Norwood, and Sanford~~ exchange areas as well. CTC greenfield subscribers are included in the figures provided for ILEC-CLEC overlaps.

Footnote 14: “Greenfield” markets are geographic areas which require entirely new construction of local loops, switching and other network equipment, principally to serve new residential communities but also may include new business developments as well.

Second, at page 10, the changes to the second bullet in the list of ILEC adjacencies are as follows:

- Windstream’s Granite Quarry/~~Rockwell~~ exchange (~~7,926~~ 7,710) is adjacent to CTC’s China Grove, Concord (40,105), Kannapolis, Mount Pleasant (2,697), and New London (2,616) exchanges.